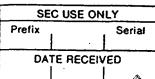
FORM D

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

## FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

1056	240				
0	- OMB APPROVAL				
ISSION	OMB Number: 3235-0076				
1331014	Expires: December 31, 1996				
	Estimated average burden				
	hours per response				



			<del></del>	
Name of Offering ( check Countrytyme Lodi, I	if this is an amendment and name td.	has changed, and in	ndicate change.)	
Filing Under (Check box(es) that		le 505 🗆 Rule 506	☐ Section 4(6) ☐ ULC	
Type of Filing:	☐ Amendment			กากกร ซี โ ค <b>ร</b>
	A. BASIC IDEN	TIFICATION DATA	<b>1</b> (44)	<del>~ MAR 2 1</del> 20
1. Enter the information reques	ted about the issuer			E.o.
Name of Issuer ( check if the Country tyme Lodi, L	his is an amendment and name hat $td$ .	s changed, and indic	eate change.)	187
Address of Executive Offices		ty, State, Zip Code)	Telephone Number (Include (614)875–1070	ing Area Code)
Address of Principal Business C (if different from Executive Off	perations (Number and Street, Cices)	ty, State, Zip Code)	Telephone Number (Includ	ing Area Code)
Brief Description of Business To identify, acquire for single family re	e and develop rural tra- esidential development.	cts of land th	at will be sold pri	marily
Type of Business Organization  C corporation	☐ limited partnership, already	formed	🛭 other (please specify):	
☐ business trust	☐ limited partnership, to be f	a.d	ed Liability Compan	<b>PROCESSE</b>
Actual or Estimated Date of Inc Jurisdiction of Incorporation or	orporation or Organization: O		Actual Estimated breviation for State:	APR 03 2003

## **GENERAL INSTRUCTIONS**

## Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

## State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

		and the second of the second o
	E. STATE SIGNATURE	
	30.252(c), (d), (e) or (f) presently subject to a	
And the second second	See Appendix, Column 5, for state response	onse.
2. The undersigned issuer hereby under Form D (17 CFR 239.500) at such		any state in which this notice is filed, a notice on
<ol><li>The undersigned issuer hereby under issuer to offerees.</li></ol>	rtakes to furnish to the state administrators, u	pon written request, information furnished by the
limited Offering Exemption (ULOE)		nat must be satisfied to be entitled to the Uniform inderstands that the issuer claiming the availability satisfied.
The issuer has read this notification and undersigned duly authorized person.	knows the contents to be true and has duly co	aused this notice to be signed on its behalf by the
Issuer (Print or Type)	Signature	Date
Name (Print or Type)	Title (Print or Type)	

APPENDEX

1		2	3			4	<del></del>		5
	to non-a	to sell ccredited s in State	Type of security and aggregate offering price offered in state (Part C-Item1)	Type of investor and amount purchased in State (Part C-Item 2)			Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									
AK					·				
AZ									
AR									
CA			·						
со									
СТ									
DE									
DC	•								
FL				_					
GA	•								
HI			·						
ID									
IL									
IN									
IA									
KS									
KY									
LA									
ME									
MD									
MA						\$ 74			
MI								i	
MN									
MS									
МО									

APPENDIX									
	Inter to non- investo	2 and to sell accredited ors in State B-Item 1)		4		5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item1)			
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
MT									
NE									
NV									
NH									
NJ				·					
NM			·						
NY									
NC		3,14	71						
ND									
он									
ОК									
OR					:		1		
PA			. :						
RI									
sc						3			
SD	<del></del>	<u> </u>							
TN									
TX	<del></del>								
UT				·					
VT									
VA									
WA									
wv									
WI	<del></del>						~		
WY	<del>_</del>								
PR		1	1	1		1	1	i i	1